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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO/OAKLAND DIVISION**

META PLATFORMS, INC., a Delaware
 corporation,

Plaintiff/Counterclaim Defendant,
 v.

BRANDTOTAL, LTD., an Israeli
 corporation, and
 UNIMANIA, INC., a Delaware
 corporation,

*Defendants/Counterclaim
 Plaintiffs.*

Case No.: 3:20-CV-07182-JCS

**DECLARATION OF OSCAR PADILLA
 IN SUPPORT OF
 BRANDTOTAL'S MOTION FOR
 PARTIAL SUMMARY JUDGMENT**

1 I, Oscar Padilla, state as follows:

2 1. I am the head of customer success for Defendant BrandTotal Ltd. Defendant-
3 Counterclaim Plaintiff Unimania, Inc., is a wholly-owned subsidiary of BrandTotal that designs
4 apps that work in connection with BrandTotal's business. In this declaration, I refer to both
5 entities collectively as "BrandTotal."

6 2. I submit this declaration in support of BrandTotal's Motion for Partial Summary
7 Judgment. I am over the age of eighteen and I have personal knowledge of the facts set forth
8 below. If called as a witness, I could and would testify competently to these facts and statements.

9 **BrandTotal's Business Model and its UpVoice Extensions**

10 3. BrandTotal was founded in 2016 as a small startup focused on helping companies
11 monitor and evaluate the effectiveness of social media advertisements in the market.

12 4. Before digital it was pretty straightforward to track the competition in print, on
13 billboards and on TV. But today, with 90% of today's digital marketing hidden from view and
14 fragmented across multiple channels, it can be challenging to understand how your brand
15 marketing measures up to the competition.

16 5. BrandTotal devised an innovative method for filling this information gap: recruiting
17 ordinary social media users to report—in anonymous, deidentified fashion—details about the
18 advertisements they were shown while browsing social media as normal.

19 6. These users—which BrandTotal calls "Panelists"—agree to provide this
20 information, along with demographic information about themselves, in return for virtual gift
21 cards, redemptions or other monetary incentives. It is a mutual, "win-win" transaction.
22 BrandTotal receives information about advertisements the Panelists are shown on social media
23 and Panelists receive financial rewards for online activity that they would otherwise be engaging
24 in without compensation.

25 7. Reports from Panelists are critical to any effort to understand the effectiveness of
26 social media advertising campaigns because social media platforms like Facebook¹ do not

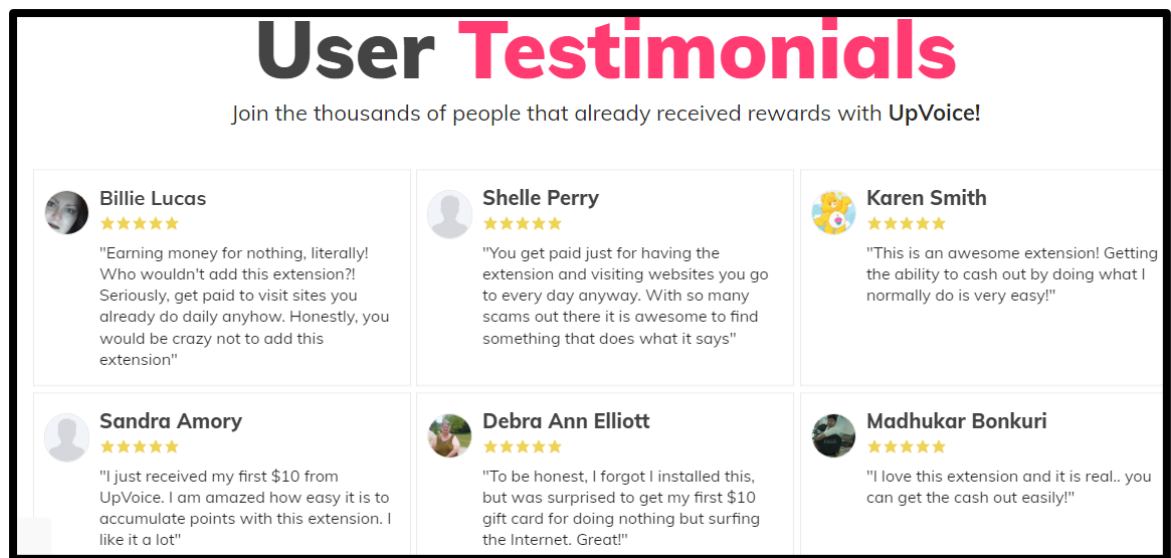
27
28 ¹ I understand that Facebook, Inc. changed its name to Meta Platforms, Inc. while this
litigation was pending, while continuing to refer to its primary social media platform as

publicly disclose important information about which advertisements are shown to specific demographics of users.

8. BrandTotal's panelist-facing flagship analytic product is UpVoice 2021.

9. UpVoice 2021 and its UpVoice predecessor, UpVoice Legacy, have been enormously popular with Panelists. Since UpVoice launched in April 2019, thousands of individuals have signed up to be Panelists.

10. Below, excerpted from BrandTotal's website, is a small sample of the positive feedback BrandTotal has received from UpVoice panelists.



11. UpVoice Panelists have cumulatively earned hundreds of thousands of dollars in compensation from BrandTotal.

BrandTotal's Competition with Facebook

12. Prior to this lawsuit, BrandTotal was a thriving, rapidly growing company that had several Fortune 500 companies in its customer portfolio.

13. BrandTotal achieved this success by offering a holistic analysis of social media advertising, and by providing a check on the narrow slice of information provided by each of the social media sites, like Facebook.

14. Facebook provides companies that purchase advertisements a variety of advertising

"Facebook." Unless otherwise noted, I use the term "Facebook" in this declaration to refer to the social media platform and its corporate owner Meta.

1 analytic services. For example, public Facebook documents state that Facebook “provid[es]
2 support to [advertisers] throughout the stages of the marketing cycle from pre-purchase decision-
3 making to real-time optimizations to post-campaign analytics.”

4 15. BrandTotal customers have informed BrandTotal that they are uncomfortable with
5 this arrangement because Facebook is both selling them a product—advertising placements—and
6 the only source of information about the effectiveness of that product.

7 16. As a result, many BrandTotal customers use its services to monitor and evaluate the
8 success of their own brands on Facebook, so that they would have an independent source of
9 information regarding the success of their Facebook advertising campaigns, and an ability to
10 evaluate the integrity of information provided to them by Facebook sales teams and analysts.
11 Customers value the transparency and objectivity that a third party like BrandTotal can provide.

12 17. Over the last several years, there has been numerous articles questioning
13 Facebook’s analytical integrity stemming from its own self-reporting and lack of any checks and
14 balances about the measurement of advertisements on Facebook.

15 18. For example, attached as Exhibit 1 is a copy of an article titled “**Facebook knew**
16 **for years ad reach estimates were based on ‘wrong data’ but blocked fixes over revenue**
17 **impact, per court filing,**” published on February 18, 2021 by TechCrunch, and available at
18 [https://techcrunch.com/2021/02/18/facebook-knew-for-years-ad-reach-estimates-were-based-on-](https://techcrunch.com/2021/02/18/facebook-knew-for-years-ad-reach-estimates-were-based-on-wrong-data-but-blocked-fixes-over-revenue-impact-per-court-filing/)
19 [wrong-data-but-blocked-fixes-over-revenue-impact-per-court-filing/](https://techcrunch.com/2021/02/18/facebook-knew-for-years-ad-reach-estimates-were-based-on-wrong-data-but-blocked-fixes-over-revenue-impact-per-court-filing/).

20 19. Attached as Exhibit 2 is a copy of an article titled “**Facebook’s latest ad tool fail**
21 **puts another dent in its reputation,**” published on November 26, 2020 by TechCrunch, and
22 available at [https://techcrunch.com/2020/11/26/facebooks-latest-ad-tool-fail-puts-another-dent-](https://techcrunch.com/2020/11/26/facebooks-latest-ad-tool-fail-puts-another-dent-in-its-reputation/)
23 [in-its-reputation/](https://techcrunch.com/2020/11/26/facebooks-latest-ad-tool-fail-puts-another-dent-in-its-reputation/).

24 20. Attached as Exhibit 3 is a copy of an article titled “**Facebook’s Latest Error**
25 **Shakes Advertisers’ Confidence,**” published on November 25, 2020 by the Wall Street Journal
26 and available at [https://www.wsj.com/articles/facebooks-latest-error-shakes-advertisers-](https://www.wsj.com/articles/facebooks-latest-error-shakes-advertisers-confidence-11606346927)
27 [confidence-11606346927](https://www.wsj.com/articles/facebooks-latest-error-shakes-advertisers-confidence-11606346927).

23. BrandTotal customers have also informed BrandTotal that they highly value its ability to provide competitive intelligence and benchmarking regarding the effectiveness of competitor Facebook advertising campaigns, as that service that is largely absent from Facebook's advertising analytics portfolio.

I hereby declare under penalty of perjury that the foregoing is true and correct.

/s/ 